

**IN THE UNITED STATES DISTRICT COURT  
FOR THE WESTERN DISTRICT OF OKLAHOMA**

SUTTER RANCH CORPORATION,  
An Oklahoma corporation, and SUTTER  
RANCH MINERAL TRUST,

Plaintiffs,

v.

CABOT OIL & GAS CORPORATION,  
a Texas corporation, UNIT PETROLEUM  
COMPANY, an Oklahoma corporation, APACHE  
CORPORATION, a Delaware corporation,  
CHESAPEAKE OPERATING, INC., now  
CHESAPEAKE OPERATING, LLC, an Oklahoma  
limited liability company, LIME ROCK  
RESOURCES OPERATING, INC., a Delaware  
corporation, LIME ROCK RESOURCES II-A,  
L.P., a Delaware Limited Partnership,

Defendants.

Case No. CIV-16-42-C  
State Case No. CJ-2015-7  
Ellis County District Court

**NOTICE OF REMOVAL**

Defendants Cabot Oil & Gas Corporation (“Cabot” or “Defendant”) respectfully removes this action to the United States District Court for the Western District of Oklahoma pursuant to 28 U.S.C. §§ 1332(a)(1), 1441(a), and 1446. Cabot removes this case to this Court because, as more fully set forth below, diversity of citizenship exists and the amount in controversy exceeds \$75,000.00 exclusive of interest and costs.

**BACKGROUND**

1. On May 4, 2015, Plaintiffs filed a Petition commencing a civil action styled *Sutter Ranch Corp. v. Cabot Oil & Gas Corp.*, No. CJ-2015-7, in the District Court of Ellis County, State of Oklahoma (the “State Court Action”). Plaintiffs sued Cabot, Apache

Corporation (“Apache”), Lime Rock Resources Operating, Inc. and Lime Rock Resources II-A, L.P. (together, “Lime Rock”), Chesapeake Operating, Inc. (now Chesapeake Operating, LLC) (“Chesapeake”) and Unit Petroleum Company (“Unit Petroleum”). Plaintiffs filed an Amended Petition on June 5, 2015, and a Second Amended Petition on September 25, 2015. A copy of the Second Amended Petition filed by Plaintiffs in the State Court Action is attached hereto as Exhibit 1.

2. Pursuant to 28 U.S.C. § 1449(a) and LCvR 81.2, Defendant is attaching, as exhibits to this Notice of Removal, copies of all process, pleadings, orders and other papers filed in the State Court Action:

<b>Exhibit:</b>	<b>Description:</b>
1.	Second Amended Petition
2.	Docket Sheet for the State Court Action
3.	Petition
4.	Summons (to Cabot Oil and Gas)
5.	Summons (to Lime Rock Resources Inc.)
6.	Proof of Service on Chesapeake Operating
7.	Proof of Service on Apache Corporation
8.	Proof of Service on Lime Rock Resources
9.	Proof of Service on Cabot Oil & Gas Corporation
10.	Proof of Service on Unit Petroleum
11.	Entry of Appearance and Reservation of Time
12.	Special Appearance and Reservation of Time
13.	Entry of Appearance of Lime Rock Resources Operating Inc.
14.	Entry of Appearance of Apache Corporation
15.	Defendant Unit Petroleum Inc’s Answer to Plaintiffs’ Petition
16.	Amended Petition
17.	Answer of Apache Corporation to Amended Petition
18.	Answer to Plaintiffs’ Amended Petition
19.	Answer of Defendant Lime Rock Resources Operating, Inc. to the Plaintiffs’ Amended Petition
20.	Chesapeake Defendants’ Original Answer
21.	Defendant Unit Petroleum Company’s Amended Answer to Plaintiffs’ Petition

<b>Exhibit:</b>	<b>Description:</b>
22.	Entry of Appearance for Chesapeake Operating, Inc.
23.	Entry of Appearance for Unit Petroleum Company
24.	Scheduling Order
25.	Motion to Add Party Defendant and Modify Name of Defendant Lime Rock Resources Operating Inc.
26.	Order Granting Unopposed Motion to Add Party Defendant and Amend Petition
27.	Defendant Unit Petroleum Company's Second Amended Answer to Plaintiffs' Petition and Counterclaim
28.	Defendant Cabot Oil & Gas Corporation's Unopposed Motion to Enter Amended Scheduling Order
29.	Dismissal
30.	Dismissal (Chesapeake Operating Inc.)
31.	First Amended Scheduling Order
32.	Defendant Cabot Oil & Gas Corporation's Motion to Sever Claims Asserted by Plaintiffs
33.	Defendant Cabot Oil & Gas Corporation's Corrected Motion to Sever Claims Asserted by Plaintiffs
34.	Plaintiff's Response to Defendant Cabot's Motion to Sever Claims
35.	Summons Issued – by Attorney to Lime Rock Resources
36.	Order
37.	Offer of Judgment Pursuant to 12 O.S. 1101.1
38.	Offer of Judgment Pursuant to 12 O.S. 1101.1
39.	Unopposed Motion to Withdraw as Counsel of Record
40.	Answer to Plaintiffs' Second Amended Petition
41.	Answer of Apache Corporation to Second Amended Petition
42.	Order
43.	Answer of Defendant's Lime Rock Resources Operating Company, Inc., and Lime Rock Resources II-A, L.P., to the Plaintiffs' Second Amended Petition
44.	Return of Service
45.	Defendant Unit Petroleum Company's Answer to Plaintiffs' Second Amended Petition
46.	Plaintiff Sutter Ranch Mineral Trust's Acceptance to Defendant Unit Petroleum Company's Offer of Judgment
47.	Plaintiff Sutter Ranch Corporation's Acceptance to Defendant Unit Petroleum Company's Offer of Judgment

<b>Exhibit:</b>	<b>Description:</b>
48.	Release and Satisfaction of Judgment* <sup>1</sup>
49.	Release and Satisfaction of Judgment*

3. As of the time of the filing of this Notice of Removal and except as identified above, there have been no other filings or proceedings in the State Court Action.

### **GROUND FOR REMOVAL**

4. As demonstrated below, the State Court Action is one over which this Court has jurisdiction pursuant to 28 U.S.C. § 1332(a)(1), and, therefore, it may be removed to this Court pursuant to 28 U.S.C. §1441(a).

5. In their Second Amended Petition, Plaintiffs admit that Sutter Ranch Corporation is an Oklahoma corporation with its principal place of business in Ellis County, Oklahoma, and Sutter Ranch Mineral Trust is an express trust formed under the laws of the State of Oklahoma. (Exhibit 1 ¶ 1.)

6. Plaintiffs allege, in their Second Amended Petition, that Chesapeake is an Oklahoma limited liability company. (*Id.* at ¶ 6.) Plaintiffs' Second Amended Petition does not contain any factual allegations regarding Chesapeake's principal place of business, however, Plaintiffs dismissed Chesapeake from this lawsuit on October 15, 2015. (Exhibits 1, 30.)

7. Plaintiffs allege, in their Second Amended Petition, that Unit is an Oklahoma corporation. (Exhibit 1 ¶ 4.) Plaintiffs' Second Amended Petition does not contain any factual allegation regarding Unit's principal place of business. (*Id.*) However, on

---

<sup>1</sup> Defendant has not yet been served with documents 48 and 49. Defendant will supplement its exhibits with documents 48 and 49 upon receipt.

December 17, 2015, Unit made an offer of judgment pursuant to 12 Okla. Stat. § 1101.1(B), which was accepted by Plaintiffs on January 6, 2016, thereby resolving this lawsuit as to Unit. (Exhibits 37-38, 46-47.)

8. Plaintiffs allege, in their Second Amended Petition, that Cabot is a Texas corporation with its principal place of business in Houston, Texas. (Exhibit 1 ¶ 3.)

9. Plaintiffs allege, in their Second Amended Petition, that Apache is a Delaware corporation. (*Id.* at ¶ 5.) Plaintiffs' Second Amended Petition does not contain any factual allegation regarding Apache's principal place of business, however, Defendant represents that Apache's principal place of business is Houston, Texas.

10. Plaintiffs allege, in their Second Amended Petition, that Lime Rock Resources Operating Company, Inc., is a Delaware corporation with a principal place of business in Houston, Texas. (*Id.* at ¶ 7.) Plaintiffs allege Lime Rock Resources II-A, L.P., is a Delaware Limited Partnership. (*Id.*) Plaintiffs Second Amended Petition does not contain any factual allegation regarding the citizenship of Lime Rock Resources II-A, L.P.'s members, however, Defendant represents none of Lime Rock's members are citizens of Oklahoma.

11. Upon Plaintiffs' acceptance of Unit's offers of judgment on January 6, 2016, this action became removable pursuant to 28 U.S.C. § 1446(b)(3), as the four remaining defendants, Cabot, Apache, and Lime Rock are completely diverse from Plaintiffs. *Supra*, ¶¶ 5-10. Unit and Plaintiffs have now filed Release and Satisfaction of Judgments.

12. In their Second Amended Petition, Plaintiffs seek damages exceeding \$75,000. (Exhibit 1 ¶ 8.)

13. Thus, the amount in controversy requirement found in 28 U.S.C. § 1332(b) is also met.

14. Accordingly, this action may be properly removed to this Court, and no further proceedings should be had in the state court.

15. Pursuant to 28 U.S.C. § 1446(d), a copy of this Notice of Removal is being filed with the Clerk of the District Court for Ellis County, State of Oklahoma and is being served on Plaintiffs.

16. Prior to removal, the State Court Action was pending in the District Court for Ellis County, State of Oklahoma, which is within this judicial district. *See* 28 U.S.C. § 93. Thus, this Court is the proper venue for removal under 28 U.S.C. §§ 1441(a) and 1445(a).

17. None of the remaining defendants to this suit is a citizen of the State of Oklahoma. *See* 28 U.S.C. § 1441(b)(2).

18. Pursuant to 28 U.S.C. § 1446(b)(2)(A), the undersigned is authorized to represent that Apache and Lime Rock consent to Cabot's removal of this case.

WHEREFORE, Defendant Cabot removes this case to the United States District Court for the Western District of Oklahoma, respectfully requests that no further proceedings be had in the District Court for Ellis County, State of Oklahoma, and requests that this Court grant such other and further relief as it deems just and proper.

WHEREFORE, Defendant removes this action to this Court and invokes this Court's jurisdiction.

Dated: January 19, 2016.

Respectfully submitted,

s/ Leslie L. Lynch

Leslie L. Lynch, OBA #15124

Paula M. Williams, OBA #30772

GableGotwals

211 N. Robinson, 15<sup>th</sup> Floor

Oklahoma City, Oklahoma 73102

(405) 235-5500

(405) 235-2875 fax

[llynch@gablelaw.com](mailto:llynch@gablelaw.com)

[pwilliams@gablelaw.com](mailto:pwilliams@gablelaw.com)

***Attorneys for Cabot Oil & Gas Corporation***

**CERTIFICATE OF SERVICE**

I hereby certify that on January 19, 2016, a true and correct copy of the foregoing was sent via U.S. Mail, postage paid, to the following counsel of record:

<p>Conner L. Helms, OBA No. 12115 Gary R. Underwood, OBA No. 9154 Erin M. Moore, OBA No. 20787 Tiffany K. Peterson, OBA No. 31186 Lincoln C. Hatfield, OBA No. 32005 HELMS &amp; UNDERWOOD One NE Second Street, Suite 202 Oklahoma City, Oklahoma 73104 Telephone: ( 405) 319-0700 Facsimile; ( 405) 319-9292 <a href="mailto:conner@helmsunderwood.com">conner@helmsunderwood.com</a> <b><i>Attorneys for Plaintiffs Sutter Ranch Corporation &amp; Sutter Ranch Mineral Trust</i></b></p>	<p><input checked="" type="checkbox"/> U.S. Mail    <input type="checkbox"/> Fax    <input type="checkbox"/> E-mail <input type="checkbox"/> Hand-Delivery <input type="checkbox"/> Overnight Mail</p>
--	--

<p>Verland E. (Buddy) Behrens          BEHRENS, WHEELER &amp;          CHAMBERLAIN          6 NE 63rd St, Ste 400          Oklahoma City, OK 73105          Phone: 405- 848-1014  <a href="mailto:vbehrens@okenergylaw.com">vbehrens@okenergylaw.com</a></p> <p><i>Attorneys for Defendants          Lime Rock Resources Operating, Inc.          and Lime Rock Resources II-A, L.P.</i></p>	<p><input checked="" type="checkbox"/> U.S. Mail    <input type="checkbox"/> Fax    <input type="checkbox"/> E-mail  <input type="checkbox"/> Hand-Delivery  <input type="checkbox"/> Overnight Mail</p>
<p>Mark Banner          HALL, ESTILL, HARDWICK, GABLE,          GOLDEN &amp; NELSON, P.C.          320 S. Boston Ave, Ste 200          Tulsa, OK 74103-3706          Phone: 918-594-0400          Fax: 918-594-0505  <a href="mailto:mbanner@hallestill.com">mbanner@hallestill.com</a></p> <p><i>Attorneys for Defendant          Apache Corporation</i></p>	<p><input checked="" type="checkbox"/> U.S. Mail    <input type="checkbox"/> Fax    <input type="checkbox"/> E-mail  <input type="checkbox"/> Hand-Delivery  <input type="checkbox"/> Overnight Mail</p>

s/ Leslie L. Lynch